

MARVEL
VARIANT
EDITION
41

the SENSATIONAL SPIDER-MAN



ONE MORE DAY

PART THREE OF FOUR



WHAT'RE YOU DOING OUT HERE BY YOURSELF, KIDDO? THIS ISN'T A SAFE PLACE.

IF I TOLD YOU, WOULDN'T THAT MEAN I WAS TALKING TO A STRANGER?

WELL, YES--

AND YOU WOULDN'T WANT ME TO GET IN THE HABIT OF DOING THAT, WOULD YOU?

NO.



BECAUSE YOU LIKE TO PROTECT PEOPLE.

YES.

SO MAYBE IT'S TIME SOMEBODY PROTECTED YOU. MAYBE IT'S TIME SOMEBODY HELPED YOU.



YOU DON'T UNDERSTAND...IT LOOKS LIKE THERE'S NOTHING ANYONE CAN DO TO HELP ME. I'M AT THE END OF MY ROPE.

HAH!



YOU HAVEN'T EVEN SEEN THE ROPE. BUT I CAN SHOW IT TO YOU. I KNOW WHERE IT IS.

WHAT'RE YOU--

THEN COME ON.

DO YOU WANT TO SAVE HER OR DON'T YOU?

I--







CAN I HELP YOU?



THERE WAS A GIRL JUST HERE--

OH, YEAH, HER. THAT'S JUST HOW IT IS, ONE MINUTE SHE'S HERE, THE NEXT SHE'S GONE.

SO WHO'RE YOU?



OH, WELL, I MAINLY WORK IN SOFTWARE DESIGN AND TESTING. COMPUTER GAMES MOSTLY...FIRST PERSON SHOOTERS, SPACE COMBAT GAMES, SUPER HERO STUFF.

YEAH, KIND OF FELL INTO THAT RIGHT AFTER HIGH SCHOOL.

WELL, THAT SOUNDS LIKE IT MUST BE KIND OF A FUN JOB.



YOU KNOW WHY GUYS LIKE ME GET INTO GAMES LIKE THAT?

BECAUSE THERE'S SOMETHING MISSING. WE LOOK AROUND AT A WORLD WHERE THERE USED TO BE A CHANCE OF BEING A HERO, OF BEING IMPORTANT...AND IT'S JUST NOT THERE THE WAY IT USED TO BE.

YOU CAN'T JUST PICK UP A GUN AND BECOME A GUNFIGHTER, OR GO OFF AND EXPLORE FOR A NEW WORLD, OR PULL A SWORD OUT OF A STONE, OR RESCUE A DAMSEL IN DISTRESS, OR--

SO WE PLAY GAMES AND WE READ BOOKS BECAUSE THE WORLD WE GOT ISN'T THE WORLD WE THOUGHT WE WERE SUPPOSED TO GET, THE WORLD WE THOUGHT WE'D BEEN PROMISED BY SOMEBODY.

BECAUSE THINGS DIDN'T TURN OUT THE WAY THEY WERE SUPPOSED TO. SO WE GO SOMEPLACE ELSE.

BUT THOSE PLACES DON'T REALLY EXIST.

YEAH, WELL, NOTHING'S PERFECT, RIGHT?

IF I COULD DO ANY OF THOSE THINGS IN REAL LIFE, REALLY BE THOSE THINGS, A HERO, SOMEBODY WHO COULD CHANGE THE WORLD, SAVE LIVES--

--I GUESS I'D BE THE HAPPIEST GUY ON EARTH. I'D NEVER ASK FOR ANYTHING ELSE. WOULDN'T NEED ANYTHING ELSE.

I'D BE GRATEFUL.

BECAUSE THE REST OF THE WORLD NEVER GETS THAT CHANCE.





I CAME FROM THIS PART OF TOWN. WENT TO SCHOOL NOT FAR FROM HERE. GOT BEAT UP PRACTICALLY EVERY DAY BY OTHER, BIGGER KIDS.

THEY HATED ME BECAUSE I WAS SMART. BECAUSE I WASN'T LIKE THEM. NEVER WANTED TO BE THEM.

THEY GOT THE GLORY, THE GIRLS, THE APPLAUSE ON THE FOOTBALL FIELD, THE PROM QUEEN...AND I GOT THE BOOT.



THEN I STARTED INVENTING THINGS...ALL KINDS OF THINGS. THIRTY PATENTS BY THE TIME I WAS NINETEEN. MADE MY FIRST MILLION THAT YEAR.

AND TEN TIMES THAT THE NEXT YEAR.

AND ALL THOSE KIDS I WENT TO HIGH SCHOOL WITH? MOST OF THEM WORK FOR ME NOW. IN ONE WAY OR ANOTHER. THE REST ARE JANITORS, OR GAS STATION ATTENDANTS, OR WORK AT THE DVD STORE.

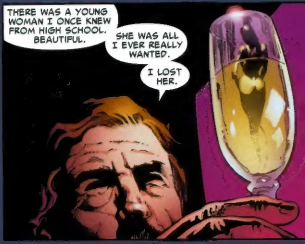
AND THEY STILL HATE ME. BUT AT LEAST NOW I'VE GIVEN THEM A REASON.

EVEN SO--



--YOU MUST BE HAPPY NOW THAT YOU'VE GOT EVERYTHING YOU EVER WANTED.

NO. NOT EVERYTHING.



THERE WAS A YOUNG WOMAN I ONCE KNEW FROM HIGH SCHOOL. BEAUTIFUL.

SHE WAS ALL I EVER REALLY WANTED.

I LOST HER.



THIS IS WHERE WE GET OFF.



WHAT YOU'RE
LOOKING FOR IS
RIGHT DOWN
HERE.

I'LL SHOW
YOU. I COULD
USE THE
WALK.



YOU KNOW WHAT'S
FUNNY?

I LIVE IN A TEN-THOUSAND-
SQUARE-FOOT PENTHOUSE
APARTMENT IN MANHATTAN
OVERLOOKING CENTRAL PARK.
I HAVE EVERY PIECE OF ART,
EVERY TOY, ALL THE CDS,
DVS AND PLASMA SCREEN
TVS ANYONE COULD EVER
ASK FOR.

I HAVE A DOZEN
WOMEN ON SPEED-DIAL
WHO'LL COME OVER ANY
TIME NIGHT AND DAY
TO MAKE SURE I'M
NOT ALONE.

I HAVE
EVERYTHING
I'VE EVER
WANTED.



AND I'D TRADE IT
ALL FOR HER.

FOR JUST ONE
WOMAN WHO TRULY,
HONESTLY LOVED ME.
NOT FOR THE MONEY,
NOT FOR WHAT I
CAN DO...JUST
FOR ME.

AND I'LL
NEVER, EVER
HAVE THAT.



END OF THE
LINE. AT LEAST
FOR ME.

SHE'S
WAITING
FOR YOU IN
THERE.

UMM...I
DON'T THINK
THIS IS
THE--



--RIGHT--

HELLO?



I'M RIGHT
HERE.



I'VE
ALWAYS
BEEN RIGHT
HERE.



UMMMMM...LISTEN...I THINK THERE'S BEEN SOME KIND OF MISTAKE.

MISTAKE? NO. NO MISTAKE. I'VE BEEN WAITING FOR YOU.

I'VE BEEN WAITING FOR YOU ALL YOUR LIFE.



SHOULDN'T THAT BE MY LIFE?

NOT MY LIFE AS IN "MY LIFE" BUT MY LIFE AS IN "YOUR LIFE" BUT NOT AS IN MY LIFE, IT'S--

--THE POINT IS, SHOULDN'T THAT BE, "I'VE BEEN WAITING FOR YOU ALL MY LIFE."



I SUPPOSE THAT DEPENDS ON HOW LONG EITHER ONE OF US LIVES, DOESN'T IT?



YOU KNOW, EVER SINCE I WALKED INTO THIS NEIGHBORHOOD, IT'S BEEN THE MOST SURREAL--

I MEAN, I'VE HAD DREAMS LIKE THIS.

HOW DO YOU KNOW THIS ISN'T A DREAM?

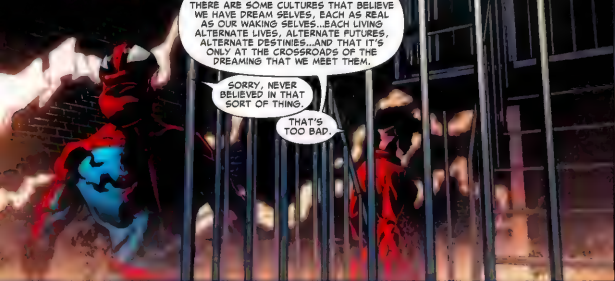


HOW DO YOU KNOW YOUR WHOLE LIFE HASN'T BEEN A DREAM? MAYBE THIS IS WHERE YOU FINALLY WAKE UP.

YEAH, WELL, IF I WAKE UP AS J.R. EWING IN THE SHOWER--

--OR GREGOR SAMSA WAKING UP AS A COCKROACH--

--I'M GOING TO BE REALLY TICKED.



THERE ARE SOME CULTURES THAT BELIEVE WE HAVE DREAM SELVES, EACH AS REAL AS OUR WAKING SELVES...EACH LIVING ALTERNATE LIVES, ALTERNATE FUTURES, ALTERNATE DESTINIES...AND THAT IT'S ONLY AT THE CROSSROADS OF THE DREAMING THAT WE MEET THEM.

SORRY, NEVER BELIEVED IN THAT SORT OF THING.

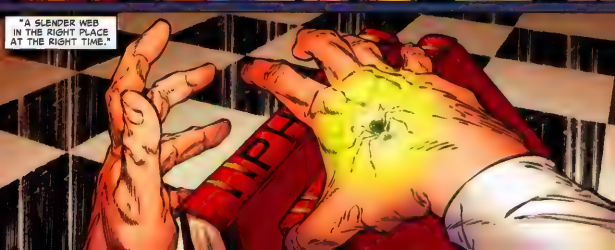
THAT'S TOO BAD.



BECAUSE YOU JUST MET SOME OF THEM ON YOUR WAY HERE.



"YOU SEE, OUR DESTINIES ARE WRITTEN NOT IN HUGE BRUSH STROKES, BUT IN THE TINIEST, FINEST OF DETAILS. A MISSED CAB. A PARTY UNATTENDED. A FIELD TRIP TO A LAB.



"A SLENDER WEB IN THE RIGHT PLACE AT THE RIGHT TIME."



BUT WHAT
HAPPENS IF WE
MAKE THE TINIEST
CHANGE...?

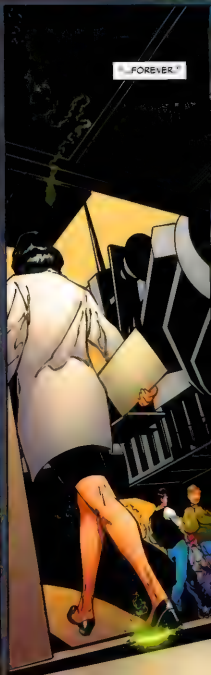


"JUST A SINGLE
SENTENCE..."

HEY,
PARKER,
LOOK AT
THIS.



"...AND THE
FUTURE
CHANGES..."



"...FOREVER."

AND
THEN WHAT
HAPPENS?

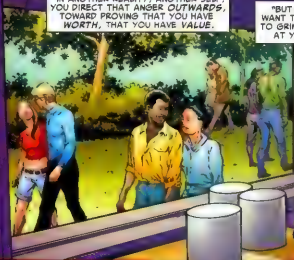
"IN ONE REALITY, YOUR RAGE AND
RESENTMENT TURN INWARD. YOU PULL
AWAY FROM SOCIETY, FROM A WORLD YOU
CANNOT CONTROL, THAT WILL NEVER
RECOGNIZE YOUR POTENTIAL--



"--LOSING YOURSELF INSTEAD
IN WORLDS YOU CAN CONTROL,
BECAUSE THEY ARE NOT REAL,
AND THUS LOSE SIGHT OF
YOUR OWN POTENTIAL.



"IN ANOTHER REALITY, ANOTHER SELF,
YOU DIRECT THAT ANGER OUTWARDS,
TOWARD PROVING THAT YOU HAVE
WORTH, THAT YOU HAVE VALUE.



"BUT MAINLY BECAUSE YOU
WANT TO EARN ENOUGH MONEY
TO GRIND THOSE WHO LAUGHED
AT YOU INTO THE GROUND.



"THE PATENTS COME, AND THE MONEY
FOLLOWS. YOU'RE A BILLIONAIRE BY
THE AGE OF THIRTY. YOU'VE PROVEN
YOURSELF TO THE CORPORATIONS... TO
WALL STREET, TO THE PRESS--

"--STILL FIGHTING SHADOWS,
STILL PAYING OFF OLD
RESENTMENTS, STILL THINKING
'I'LL SHOW YOU' OF PEOPLE
WHO STOPPED THINKING ABOUT
YOU YEARS AGO.

PARKER INDUSTRIES

"YOU PROVE YOURSELF
TO EVERYONE--

"--EXCEPT YOURSELF."

THOSE ARE ONLY TWO
OUT OF AN INFINITE NUMBER OF
POSSIBILITIES...ALTERNATE
PARKERS...THOUGH I CONFESS
I FIND IT INTERESTING THAT
IN NEARLY ALL OF THOSE
ITERATIONS--

--YOU
END UP
ALONE.

YEAH?
IS THAT
SO?

SO IN WHICH OF
THOSE ITERATIONS
DO I END UP A
LITTLE GIRL?

OH, THAT? THAT'S
ANOTHER STORY. YOU'RE
NOT READY TO HEAR THAT
ONE YET, AND I'M NOT
YET READY TO TELL
IT.

SOON,
THOUGH.

OKAY, LOOK, I DON'T
KNOW WHO YOU ARE OR
WHAT GAME YOU'RE PLAYING
BUT I OFFICIALLY JUST STOPPED
CARING. I'VE GOT IMPORTANT
THINGS TO DO AND NOT
A LOT OF TIME.

ACTUALLY, TIME
IS ALL YOU HAVE.
AND AS FOR THESE
IMPORTANT
THINGS--

--YOU'VE ALREADY
FAILED. EVERYONE'S
TOLD YOU THE SAME
THING. YOUR AUNT IS
GOING TO DIE AND
THERE'S NOTHING
YOU CAN DO
ABOUT IT.

BUT I
CAN

A dramatic comic book illustration featuring Mephisto, a large, muscular, red-skinned devil with horns and a cape, standing amidst swirling red and orange flames. He is looking down at Wolverine, who is lying on the ground in the lower right corner, looking up at Mephisto. Wolverine's face is partially obscured by shadows and his mask. The background is a dark, smoky, and fiery landscape.

I AM THE
ONLY ONE WHO
CAN SAVE
HER

MEPHISTO..



I TOLD YOU. OUR DESTINIES ARE MADE UP OF THE SMALLEST BRUSH STROKES. THE FINEST DETAILS I AM NOT ALLOWED TO TOUCH. BUT OTHERS CAN BE TOUCHED WITH THE PERMISSION OF THE ONE INVOLVED.

WHERE EVERYONE ELSE HAS FAILED, I CAN GUARANTEE THAT I CAN AND WILL SAVE YOUR AUNT'S LIFE.

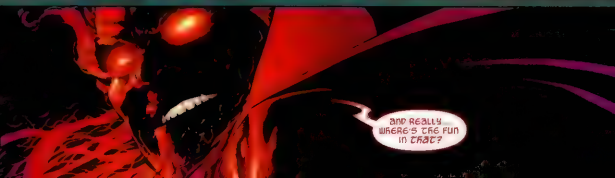


AND IN RETURN YOU WANT MY SOUL. IS THAT IT?


YOUR SOUL? HARDLY.

I STOPPED MAKING THAT DEAL WITH PEOPLE LIKE YOU AGES AGO. DO YOU KNOW WHAT SOMEONE DOES IN HELL WHO HAS SOLD HIS OR HER SOUL TO HELP SOMEONE ELSE?

"THEY SUFFER RIGATEOUSLY. NOBLY SUSTAINED THROUGH ETERNITY BY THE KNOWLEDGE THAT THEIR ACTIONS SAVED SOMEONE ELSE."



AND REALLY... WHERE'S THE FUN IN THAT?



BESIDES, KNOWING WHAT'S TO COME THERE'S STILL A MORE THAN EVEN CHANCE I'LL GET YOUR SOUL STRAIGHT-UP AND THAT'S A FAR MORE APPETIZING PROSPECT.

NOT IN CASES LIKE THIS I TRAFFIC IN A FAR MORE ELEGANT AND SATISFYING CURRENCY THAN SOULS MR. FARNER.


I DEAL IN THE CURRENCY OF MISERY, LOSS, REGRET, AND PAINLESSNESS. PAIN, REGRET AND SORROWNESS. THEY ARE AS SWEET TO ME AS THE MOST BEAUTIFUL MUSIC EVER COMPOSED.

I WILL GO ANYWHERE, DO ANYTHING, FOR THE SOUND OF A SOUL IN PAIN.



YOU SAID YOU WOULD DO ANYTHING TO SAVE HER. IS THAT TRUE OR WAS IT JUST A LIE?

ARE YOU OR ARE YOU NOT INTERESTED IN THE TERMS OF THE BARGAIN?

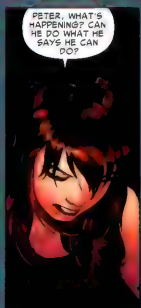
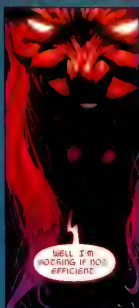


ANYTHING THAT BIG...I CAN'T ANSWER ALONE, I HAVE A RESPONSIBILITY TO SOMEONE ELSE--



BUT OF COURSE. I WOULDN'T HAVE IT ANY OTHER WAY.







ENOUGH OF
THE GAMES, YOU
DON'T WANT MY SOUL,
SO WHAT DO YOU
WANT?

WHAT I WANT IS
GREATER THAN WHAT
ONE PALTRY SOUL CAN
PROVIDE ME. WHAT I WANT
IS THE ONE THING IN THE
UNIVERSE THAT IS TRULY
GREATER THAN THE SUM
OF ITS PARTS AND TASTIER
THAN ANY SINGLE SOUL
I COULD DEVOUR.

I WANT THAT WHICH
GIVES YOU JOY, THAT WHICH
SUSTAINS YOU IN YOUR MOMENTS
OF GREATEST DESPAIR, THE
SOURCE NOT OF YOUR POWER
BUT OF YOUR STRENGTH, YOUR
HAPPINESS, YOUR DREAMS
AND YOUR PASSION.



I WANT
YOUR LOVE...



...I
WANT YOUR
MARRIAGE.



WELL, LET
ME TELL YOU
WHERE YOU CAN
SHOVE YOUR
OFFER--

NO,
PETER,
WAIT!

IF HE HAS
THE POWER TO
DO WHAT YOU SAY
HE CAN DO, LET'S
AT LEAST HEAR
HIM OUT.

WHAT DO YOU
WANT, MEPHISTO?
WHAT ARE YOUR
TERMS?

ah. YOU'RE
OBVIOUSLY THE
SENSIBLE ONE. I'M
SO GLAD YOU
ASKED.

LET'S
JUST SAY
THIS...

ENJOY THE
WORLD AS IT IS
FOR AS LONG AS
YOU CAN.

FOR YOU
WILL ONLY
HAVE IT FOR
ONE MORE
DAY.

"YOU WILL NOT CONSCIOUSLY
REMEMBER THIS BARGAIN, OR THIS
MOMENT, OR THE LIFE YOU LIVED
TO THIS POINT. BUT THERE WILL
BE A VERY SMALL PART OF YOUR
SOUL THAT WILL REMEMBER,
THAT WILL KNOW WHAT YOU LOST.

"AND MY JOY WILL
BE IN LISTENING TO
THAT PART OF YOUR
SOUL SCREAMING
THROUGHOUT
ETERNITY.

"YOU HAVE UNTIL
MIDNIGHT TOMORROW
TO SAY YES. AT THAT
INSTANT, YOU WILL EITHER
LOSE YOUR MARRIAGE
OR YOUR AUNT.

"EITHER WAY, THE
WORLD YOU KNOW, THE
WORLD YOU CARE ABOUT
AND HAVE FOUGHT SO
HARD TO PROTECT...
WILL BE AT AN END."

 To be concluded...

SPIDER-MAN: ONE MORE DAY



SENSATIONAL SPIDER-MAN #41



PART 3 of 4

WRITER: J. Michael Straczynski

PENCILER: Joe Quesada

INKER: Danny Miki

COLORIST: Richard Isanove

LETTERER: Chris Eliopoulos

VARIANT COVER ARTIST: Marko Djardjevic

PRODUCTION: Irene Lee

ASSISTANT EDITOR: Daniel Ketchum

EDITOR: Axel Alonso



MEPHISTO PROFILE



WRITER: Jeff Christiansen

EDITOR: Cory Levine

Special Thanks to Barry Reese



SILVER SURFER #3



WRITER: Stan Lee

PENCILER: John Buscema

INKER: Joe Sinnott

LETTERER: Artie Simek

EDITOR IN CHIEF: Joe Quesada

PUBLISHER: Dan Buckley

HISTORY: Mephisto is one of the lords of Hell, demons ruling fiery netherworlds. Billions of years ago, the vast majority of Elder Gods, the first life-forms on Earth, degenerated into demons and were consumed, slain, or driven from the mortal plane by the monstrous Demogorge, who then shed these energies and merged with the sun. Over time, these primeval energies produced a new demon race, shaped by their earliest human worshippers' unconscious desires. Mephisto and his brethren would capitalize on the eventual human belief in a single lord of evil, Satan (Hebrew for adversary), each claiming to be that being and naming their realms Hell. Alliances were also made with demon-lords across countless realms, forming the Lords of the Splinter Realms. In addition, Mephisto apparently gained universal power and influence by affiliating with a demon race created at the universe's dawn by Nemesis (who later became the Infinity Gems).

Mephisto competed with rival demons (including fallen angels and degenerated gods). Heavenly realms and death gods of various pantheons to gather recently deceased mortal souls within his netherworld, as souls translated to power and influence. Mephisto gained many such souls via promises of immortality, power, material wealth, or physical desires, establishing himself as one of the netherworlds' prominent rulers, or Hell-lords, gaining a multitude of demon-servants. Millennia ago, Mephisto spitefully took his soldier Oscuram's lover, Spohrinox, as his betrothed. Oscuram warred against Mephisto for centuries until Mephisto duped Oscuram into slaying Spohrinox disguised as Mephisto. As Darkdove, Oscuram was cursed by Mephisto to always perform love's opposite and imprisoned within an indestructible spell page that became part of the legendary Darkhold tome.

Two thousand years ago, Mephisto noticed the expansionist campaign of the demon Zarathos, who was consuming souls that rightfully belonged to the Hell-lords and recruiting a sea of followers in what would become North America. Mephisto answered a native prince's prayer to save his abducted princess, removing the prince's soul, rendering him immune to Zarathos' power and making Zarathos lose face in front of his worshippers. Mephisto then overpowered and enslaved the weakened Zarathos. The soulless prince no longer could love, and eventually became Centurious, stealing others' souls to obtain a new one for himself. Knowing Zarathos was connected to the pre-Cataclysmic Spirits of Vengeance (who had trapped part of Zarathos' essence in the Medallion of Power), Mephisto periodically wiped Zarathos' memories and bound him to human servants, who served Mephisto's cause as his own spirit of vengeance.

In 987 A.D., Mephisto granted immortality to England's Sect of Chasidim in exchange for a steady supply of souls. In 1349 A.D., Mephisto lost a game to Mortigan Goth who had gambled his soul for immortality to survive a plague. Contracting with priest Nicholas de Bellairs to sacrifice his entire congregation for immortality, Mephisto then duped Goth into offering his own soul to save the congregation from Mephisto's clutches, though they soon perished from the plague. As Immortalis, Goth opposed Mephisto subtly over the centuries, avoiding the demon-lord's notice at the risk of the torment his soul would receive.

In Spain, Bishop Benedicto de Vica Servertes, knowing his God forbade physical love, begged to be with the lovely Beatriz. In exchange for Servertes' soul, Mephisto brought Beatriz to him but made her a nun. Maddened, Servertes sacrificed Beatriz to magically empower brass armor to conceal his soul. As the Brass Bishop, Servertes slew Mephisto's servant Dargill and demanded his contract be nullified, but Mephisto agreed only to trade Beatriz' soul, residing in Heaven, for Servertes'. Mephisto related tales of rival Hell-lord Lucifer's fall from Heaven to John Milton, who then wrote the poem *Paradise Lost*.

REAL NAME: Mephisto

ALIASES: Beetzabub, the Devil, Legion, Lucifer, Mephistopheles, Jack Scratch, Nick Scratch, Old Nick, Satan, the Adversary, Great Corruptor, Devourer of Souls, Master of the Realm of Lost Souls, His Satanic Majesty, Evil Incarnate, Dark Lord of all that is Evil, Master of Malice, Securer of the Seven Sins, Whisperer in Darkness, Foul Pact Maker, Dread Persuader, Serpent, Spirit of Universal Lies, "Muffy" Mays, "A Friend," the Messenger; Lord of the Lower Depths, Darkness, the Lost, Despair, Hate and Evil, Pain, the Dark Underworld, the Netherworld, Depravity, Evil, and Temptation; Prince of Deceivers, Darkness, Liars, Lies, and Devis; impersonated many

IDENTITY: Existence unknown to the general public; often mistaken for the Biblical Satan

OCCUPATION: Ruler of a realm of Hell

CITIZENSHIP: Hell

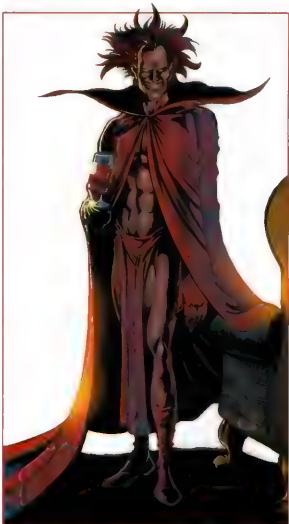
PLACE OF BIRTH: Unrevealed (Earth)

KNOWN RELATIVES: Other Hell-lords (brethren) and their offspring; Blackheart (son), Mephista (daughter); quasi-paternal relationship to Mikal Drakonmegas (Hellfire), Daimon Hellstrom (Hellstorm), Satana Hellstrom; formerly engaged to Spohrinox

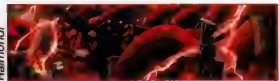
GROUP AFFILIATION: Hell-lords, Lords of the Splinter Realms; formerly Six-Fingered Hand; directed the Legion Accursed and Lost Legion

EDUCATION: Extensively self-taught

FIRST APPEARANCE: (Confirmed) Silver Surfer #3 (1968)



In the 1700s, Mephisto contracted with the city Patience's Pastor Destin Kale (part of the spiritual bloodline containing shards of the Medallion of Power), accepting sacrificial souls in exchange for good fortune for Patience. After Destin's actions were discovered by Magdalena, his son Noble's lover, Destin had Magdalena burnt as a witch. When the Furies, Olympian spirits avenging wrongly slain women, attacked Patience, Destin had Mephisto transform Noble into a flaming, skeletal warrior that slew the Furies. The Angel Uriel prevented Mephisto from claiming the innocent Noble Kale's soul, and the two compromised, making Noble a new spirit of vengeance to avenge innocent blood's spilling on Earth, as the last knight of Zarathos was long dead. While Uriel vowed that Mephisto would not lay a finger on Noble's descendants, Mephisto – without touching them – arranged for each firstborn to be the Earthly host to the spirit of vengeance, aka the Ghost Rider.



After obsessed sea captain Joost van Straaten drove his crew into a fatal storm, Mephisto cursed him to sail the seas endlessly as the Flying Dutchman. Mephisto further granted immortality to Heinrich Faust, who escaped Mephisto's contract on the technicality of only using his gifts for good; Mephisto shared this tale with Johann Wolfgang von Goethe, who wrote the Faust plays. In the 1800s, Mephisto contracted to resurrect slain merciless bounty hunter Lemuel Haskill if he could bring him fifty souls in his place.

Several decades ago, Mephisto teamed with the other Hell-lords, trapping overly ambitious fallen angel Olivier as a human newborn. In the European nation Latveria, Cynthia von Doom summoned Mephisto, gaining power to avenge her people's treatment under Baron Sabbat (the future King Vladimir). After this power slew every child in a village, the distraught Cynthia was slain, and Mephisto claimed her soul. Upon reaching adulthood, Cynthia's son, Victor, contacted the netherworld to free his mother. Glimpsing her being tortured by Mephisto, Victor's machines exploded, scarring his face. Years later, Victor, now Dr. Doom, summoned Mephisto, who agreed to duel for Cynthia's soul each year. Each Midsummer's Eve, Doom battled Mephisto's demons, each time failing to win his mother's freedom.

Over thirty years ago, the Hell-lords desired a son via a human woman to serve as a living battery, drawing in mankind's black energy (sin), and storing it as a charge of pure evil. This would empower the Hell-lords to break through reality's walls in force and launch an unstoppable assault on man. The Hell-lords first bonded their collective essence within Beelzeboul, who mated with Cassandra Drakonmegas, but she magically banished him back to Hell upon realizing his true nature. They tried again with Marduk Kurios, who successfully fathered Daimon and Satana Hellstrom.

Over twenty years ago, Naomi Kale, the current Ghost Rider and host to Noble Kale, magically prevented her eldest child, John Blaze, from succeeding her as Noble's host. As she lay dying, Mephisto taunted her that while John would not become "the" Ghost

Rider, he still would become "a" Ghost Rider. Further, the role intended for John would pass to her next oldest child, Barbara, and then to her younger brother, Daniel (both raised by adoptive mother Francis Ketch), after she was rendered comatose.



In recent years, Mephisto became increasingly fascinated by Earth's super-beings. He has particularly coveted the seemingly pure spirit of the Silver Surfer. Mephisto tempted the newly Earth-bound Surfer with power and physical pleasure, even offering up the Surfer's beloved Shalla Bal, still living on Zenn-La, but the Surfer resisted. Mephisto sent the Flying Dutchman against him, but, inspired by the Surfer's nobility, the Dutchman renounced Mephisto. Again threatening Shalla Bal, Mephisto coerced the Surfer to become his servant, but the Surfer rebelled when Mephisto tried to trick him into killing Shalla. Mephisto then sent Shalla to Latveria, making her believe she was a simple peasant woman, Helena, and then later guiding Doom to use her to manipulate the Surfer, with neither Doom nor the Surfer realizing that she was the true Shalla.

Mephisto also repeatedly sought the noble soul of the Asgardian thunder god, Thor. When Asgard's ruler, Odin, banished the evil god Loki to Hell, unaware that Loki had swapped forms with Thor, Mephisto captured him; but Thor then used Loki's magics to amplify the power of his own godly soul, paining Mephisto, who sent him away. Repeated efforts to capture Thor's soul met with similar failure, including the use of the Lost Legion, composed of the spirits of some of humanity's most heinous evil-doers.

When John Blaze's adoptive father, stunt-cyclist Craig "Crash" Simpson, contracted cancer, John, unaware of his occult legacy, desperately used a dark tome to summon Satan. As "Satan" (possibly in alliance with Lucifer and/or other Hell-lords), Mephisto appeared and accepted John's offer to become his servant to save Crash from cancer. Unaware of this, Crash, seeking one final chance to shine, died trying to jump 22 cars on his cycle. When "Satan" returned for John's soul, his girlfriend Roxanne (Crash's daughter), mystically banished "Satan." Instead, the demon bonded Blaze to Zarathos (whose soul fragment Mephisto had since claimed from the Medallion of Power), causing him to transform nightly into the Ghost Rider, perhaps what Mephisto had intended all along. "Satan" continued his efforts to claim Blaze's soul, presumably seeking the Medallion of Power fragment within him, sending agents such as the Witch Woman (Linda Littletrees), a demon posing as Crash Simpson, Roulette (Dude Jensen), the One-Man Zodiac (Darren Bentley), Inferno (the mutated demon Sifter), the Legion demons, the demonic Challenger, and the Bounty Hunter. "Satan" also manipulated Blaze with various instances of false hope, posing as "the Messenger," representing all that was good and righteous; and the Friend, a Christ-like figure that protected Blaze's soul from Satan, though the Challenger told Blaze that the Friend was only another of the devil's tricks. Mephisto also allied other Hell-lords, such as when he joined Marduk Kurios as "Satan," to battle both Ghost Rider and the rebellious Daimon Hellstrom (now the Son of Satan).



Art by Pablo Raimondi

Art by Jim Mooney

Art by Mike Ploog

Art by Jim Mooney

Mephisto joined other demons in allying with Olympian death god Pluto to force Zeus' compliance with his plots until Ghost Rider/Blaze convinced Zeus that Pluto likely promised Zeus' death to the other demons to gain their support. A "Satan" possessed James Mandarin and pulled Sorcerer Supreme Dr. Strange – who had been demoralized by the seeming destruction and re-creation of the universe – into Hell until Strange rallied and cast off his influence. Mephisto failed to seduce the recently-empowered KISS members, but hoped the Demon might one day become a seasoned soul-slayer.

Mephisto, as "Satan," transformed Dracula back to mortal form to cause his powerful Golden Angel enemy to leave Earth. After Dracula had learned humility and renounced "Satan," preventing his future entrance into Hell, Mephisto restored his vampiric powers. Mephisto also attempted to slay empath Topaz before her 21st birthday when she would gain the power to destroy him, but a



Heavenly influence delayed him until her birthday occurred, and he was forced to flee. Mephisto's agents later trapped Topaz in Hell, casting a spell to separate her from her spirit if she ever escaped.

Mephisto joined Pluto and the death gods Ahpuch (Coatl), Ereshkigal (Annunaki), Hela (Asgardian), Seth (Ennead), and Yama (Daevias) to create a permanent nexus between all the myriad underworlds so they could all enjoy a greater number of damned souls; but this massive unleashing of dark energy reawakened Demogorge, who consumed Mephisto and his allies. Thor's valor ultimately convinced Demogorge that it was not yet time for this age of gods to end, and to disgorge those he had consumed.

When the cosmic Eternity spawned off human fragments, the fabric of reality was badly stretched. The Hell-lords then utilized the Six-Fingered Hand – a demon cult organized centuries earlier with Mephisto posing as their sixth member, Maya – to manipulate Dr. Strange to repeatedly teleport the Defenders across Earth, to further weaken the dimensional barriers. The Hell-lords then opened gateways to Earth through which their demon-legions poured. Maya revealed himself as Mephisto, and the Hell-lords withdrew their power from their pawns, who dwindled into nothingness. The Hell-lords ultimately withdrew to their realms after Daimon Hellstrom agreed to train in Hell under his father, perhaps their intent all along.

Mephisto obtained the soul of Desmond Pitt, who had been transformed into the demon-like Darkoth by Dr. Doom, and tempted Pitt to slay Thor, to regain his life in order to protect his orphaned son, but Thor purged Pitt of Mephisto's influence and allowed him to die honorably. When rival Hell-lord Asmodeus offered to take Zarathos off Mephisto's hands, Mephisto instead had Zarathos and Blaze struggle to overcome Asmodeus' traps and escape Hell, then annihilated Asmodeus as punishment for losing and annexed his realm and servants. Soon after, Centurius sought revenge on Zarathos, but both combatants ended up trapped within the Soul Crystal, which Mephisto claimed, while Blaze was freed at last.

Exorcist Elspeth Cromwell attempted to exorcise perceived demons from the superhuman adventurers Reed and Sue Richards (Mr. Fantastic and the Invisible Woman), unwittingly enabling Mephisto – at the time empowered by the dark mystical energy of the approaching homeworld of the alien Dire Wraiths – to capture

all three souls, plus the Richards' son, Franklin. However, as Wraithworld was destroyed, young Franklin used his vast mutant powers to obliterate Mephisto. Hell was wracked with a cataclysm, allowing Topaz's escape, but her soul was cast into the infinite.

Reborn via the evil within humanity, Mephisto found that his soul had been split into six fragments, only one of which he possessed. Mephisto empowered Martin Preston as Master Pandemonium and duped him into searching for the fragments, believing they were his own. Meanwhile, the mutant sorceress the Scarlet Witch (Wanda Maximoff) unwittingly tapped into two of Mephisto's soul fragments, using them to impregnate herself with twins, despite being married to the android Vision; she later gave birth to Thomas and William.

Learning of Odin's seeming death, Mephisto tormented Thor, manipulating his old enemy, the rock troll Ulik, into battling him via kidnapping Ulik's brother Horth. An innocent Asgardian family was killed during Thor and Ulik's fight, and Mephisto spitefully slew Horth.

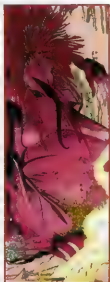
After the virtually omnipotent Beyonder briefly destroyed Death in an act of attempted benevolence, Mephisto captured the Beyonder's energies before they could return to him, used them to empower the Beyondersbane machine, and allied with cosmic entities such as Eternity to destroy the Beyonder. Linking 99 supervillains, his Legion Accursed, to the Beyondersbane, Mephisto sent them to destroy the Beyonder, but the Thing held off the villains until the Beyondersbane overloaded. Mephisto later gambled with a massively disillusioned Beyonder to spare the universe for one more day, and Mephisto's champion, Spider-Man, resisted the torments of the Beyonder's champion, Zarathos, and continued to prove himself a self-sacrificing hero. In that next day, the Beyonder was seemingly destroyed by the powerful Molecule Man (Owen Reece) while attempting to achieve mortality.

Dr. Doom later abducted Franklin Richards on Midsummer's Eve, offering him to Mephisto in exchange for his mother's soul, but Mephisto was forced to release Franklin, whose powers threatened to surge forth anew.

Hela later usurped mortal souls from Mephisto's realm, weakening Mephisto in both power and respect, but Mephisto engineered a complex plot where he obtained progressively more valuable souls, from the Invisible Woman, to mutant Jean Grey, to the collectively-powered mutant Rogue. To Thor himself. Ultimately, Mephisto allowed Hela to recover her eventual claim on Thor's spirit, knowing Thor would cause massive upheaval in her realm; this achieved a cosmic balance for Mephisto, restoring his power and realm.

Drs. Doom and Strange later journeyed to Mephisto's Hell, where Doom seemingly betrayed Strange to gain his mother's freedom, though she refused to accept the offer at Strange's expense. Doom instead then freed Strange, and the subsequent battle with Mephisto destroyed the casing holding Cynthia von Doom's redeemed spirit, freeing her to move to a higher plane.

After evil sorcerer Baron (Karl) Mordo



sold his soul to both Mephisto and rival Hell-lord Satanish for power, Mephisto sent his daughter, Mephista, to claim Mordo, but Strange foiled her. Satanish and Mephisto agreed to battle on the Earthly plane to preserve their own realms, but Strange forced them to relinquish their claim on Mordo by invoking a spell threatening to merge them back into the primeval energy from which they had developed. Mephista became trapped within Topaz, and Satanish linked himself to Mephista, intending to use her to access Mephisto's realm to ambush his rival. When Satanish eventually approached Mephisto's realm, the two battled above Earth again, but Strange caused their own attacks to turn back on themselves, and they departed again. Mephisto noted Strange's aid in saving his daughter, but warned him not to return the romantic interest she showed in him.

Mephisto subsequently duped Galactus' then-herald Nova (Frankie Raye) into entering Hell, which eventually forced the Surfer to sacrifice his own soul to Mephisto, but Galactus himself traveled to Hell and threatened to consume the entire realm, forcing Mephisto to release both prisoners.



Art by Simon Coleby

Learning that Wanda Maximoff's children were two of the four remaining soul fragments he sought, Master Pandemonium abducted and merged with Thomas and William. After Agatha Harkness located the other two fragments, Mephisto reabsorbed them all, but Harkness disrupted Maximoff's magical attachment to the children. As Maximoff's power was what kept them in existence, the children's essences vanished, briefly dispersing Mephisto again.

Mephisto guided Blackheart in plots to drive Daredevil and his allies – the Inhumans Gorgon and Kamak, human Brandy Ash, and the genetically

engineered Number Nine – to sin. Joined by "Pope" (Ahura, son of Inhuman rulers Black Bolt and Medusa), they resisted temptations in Hell and, when the Silver Surfer arrived to battle Mephisto again, escaped back to Earth, though Mephisto slew Brandy.

Loki allied with Mephisto and together they manipulated Thor into killing Loki, whose spirit instead displaced that of Odin, who was then engaged in the rejuvenating Odinsleep, and Mephisto captured Odin's spirit in Hell. Mephisto eventually enabled Sif to restore Odin's spirit, while Mephisto claimed Loki's soul, his true goal all along.

When Thanos gained the Infinity Gauntlet's virtually unlimited power, Mephisto claimed to be part of the demon race created by Nemesis and promised Thanos secret knowledge of the Infinity Gems, and became Thanos' companion. Mephisto was briefly distracted by Thule, a surviving Nazi who had used lost technology to construct the Eye of Force portal to the "Schwarzaum," home to the Vril; Thule believed the Vril to be an alien master race that had populated Earth eons ago, though these were actually Mephisto's demon elite. When Thule opened the portal via human sacrifice, Mephisto consumed Thule and attempted to devour the vigilantes Cloak and Dagger, but sensed another demon's (D'Spayre) claim on them and allowed

their escape. Mephisto then advised Thanos in his efforts to please his would-be mistress, Death herself, and when Earth's heroes gathered against Thanos, Mephisto gave them a chance to succeed by convincing Thanos to try to impress Death by using only his Power Gem against them. Thanos vanquished his foes anyway, and when the universe's cosmic forces assailed Thanos, Mephisto tried to steal the Gauntlet. Thanos imprisoned Mephisto and the cosmic forces, but lost the Gauntlet to his alleged granddaughter, Nebula, who briefly turned Mephisto and the cosmic powers to stone in her short-lived monument before Earth's Adam Warlock claimed the Gauntlet and reversed its effects.



Art by Tom Raney

Mephisto used a promise of financial prosperity to dupe the She-Hulk into a contract, but because of clauses involving proper moral conduct to ensure sponsors, her unwilling topless appearance in "The Naked Truth" magazine sometime before allowed her to escape on a technicality. Mephisto next sent the composite cyborg Jajuga – made up of three survivors of worlds consumed by Galactus – to attack him and nearly goaded the Surfer into slaying Jajuga. Blackheart attempted to enlist Ghost Rider (Dan Ketch), the Punisher (Frank Castle), and Wolverine (James Howlett) to assassinate his father, but they refused to work with Blackheart. Mephisto granted the desolate Chris Daniels the conviction to kill himself, but rendered him only able to be killed by Ghost Rider, leading him to repeatedly attack Ghost Rider as Suicide. Mephisto slew Ranulph Haldane of the Mys-Tech Board (formerly the sect of Chasidim) for plotting against him, leading Ranulph's daughter, Shevaun, to become Hell's Angel (later Dark Angel) and oppose Mys-Tech's plots to send Mephisto souls. She also helped reunite thousands of soul fragments trapped in Hell's Dead Zone, including Ranulph, with their souls. Mephisto placed the idea for an "immortality gene" in the mind of scientist Vernon Mendel's mind, leading Mys-Tech to hire the millennia-old bounty hunter Black Axe. Mephisto attempted to enlist Black Axe as an agent, but Black Axe fought back and forced Mephisto to return him to Earth. When Blackheart attempted to manipulate Mys-Tech's Warheads into killing Mephisto with swords made from pre-Cataclysmic crystal wands, Mephisto thwarted and reimprisoned Blackheart.

After Shalla Bal perished via the death of the immensely-powered Great One, the Silver Surfer enlisted Adam Warlock and his Infinity Watch (holders of the Infinity Gems) to recover her. Though the Surfer offered his own soul in exchange for Shalla's, Mephisto denied him, considering him flawed, as Galactus had previously manipulated the Surfer's psyche. Adam Warlock's Soul Gem enabled him to force Mephisto to restore Shalla's soul.

Mephisto subsequently sought the seemingly immortal soul of Wonder Man as a power source by threatening the soul of his then lover, Alex Flores. Allying with the Black Talon



Art by Tom Raney



(Samuel Barone), Goliath (Erik Josten), Man-Ape (M'Baku) and allegedly, Lotus Newmark, Mephisto was distracted by subsequent assaults with Blackheart, and Wonder Man escaped his influence. Some parts of this encounter have since been proven false.

Mephisto wrenched Abaddon – a solitary, elemental force of nature – from its realm to control its power. Reshaped into an individual entity, weakened by the trauma and stunned by its newfound consciousness, Abaddon was nearly enslaved by Mephisto before using its remaining energies to escape to Earth and cloak itself in human form.

When the Goddess, the "good" side of Adam Warlock, sought to use reality-altering Cosmic Containment Units to extinguish all life in the universe to eliminate evil, Mephisto allied with Adam Warlock and Thanos. In exchange for one Unit after the Goddess' defeat, Mephisto shared that she needed to achieve universal harmony to unlock the Cosmic Cubes' safeguards to affect the entire universe. Thanos indeed delivered one Unit to Mephisto, albeit a non-functional one.

After Satannish usurped the prized souls of Lizzie Borden, Lucretia Borgia, Heinrich Himmler and Josef Stalin from Mephisto's realm, Mephisto joined the Avengers in storming Satannish's realm to recover them. The souls were destroyed in the process, and Mephisto spitefully slew Avenger Mockingbird (Bobbi Morse) and claimed her soul. Mephisto manipulated the Hulk into hubris by duping Mario Chandler, fiancée to Rick Jones, into surrendering her soul, after which he allowed the Hulk to drive him off.

Mephisto annually captured the Spirit of Christmas, destroying him, only for the Spirit to be reborn through the holiday's believers' emotions and beliefs. The Spirit's infectious generosity even manipulated Mephisto into releasing Spider-Man's soul, which he had fairly captured in a challenge. Mephisto later tested the Ghost Rider (Ketch) and John Blaze against a pair of his Soulless Ones servants. Mephisto then contracted with policeman Michael Badlino, seemingly granting him hellfire powers to oppose Ghost Rider – in reality, Mephisto merely allowed Badlino to access the Medallion of Power contained within his bloodline. After Ghost Rider thwarted Mephisto's attempt to curse the souls of students by performing a human sacrifice, Mephisto empowered young James Carnuthers to drive Ghost Rider from the mortal plane in exchange for healing his bedridden older brother, but Ghost Rider simply relinquished his hold on the mortal plane by turning back into Dan Ketch in James' name, and Mephisto healed James' brother and returned James to normal.



Posing as a seemingly resurrected Nova, Mephisto tempted the Surfer repeatedly and seemingly obtained his soul when the Surfer lovingly offered himself fully to "Nova." The Surfer fought back savagely, seemingly slaying Mephisto to regain his soul, though Mephisto survived, revealing his whole goal was to drive the Surfer to murder. A subsequent effort by Blackheart to enlist Ghost Rider, Wolverine, and the Punisher against

Mephisto also failed, but then Blackheart slew Mephisto with his blade, coated with the innocent blood of Lucy Crumm. Blackheart took over Mephisto's realm of Hell, and Loki was later freed by Thor. Barred access to both Heaven and Hell, Mephisto's spirit dwelled as a shadow on Earth, able only to push some souls into occasional depraved acts. When the Surfer was infected with a soul virus by the alien Oth, the ancient Scler arranged the Surfer's death to purge the virus. Mephisto assaulted the Surfer's spirit and then possessed sorceress Agatha Harkness, when she and Scler attempted a séance to restore the Surfer. Scler and Harkness expelled Mephisto's essence, which Scler then crushed before restoring the Surfer's healed spirit to his body. His own power limited, Mephisto then tried to conquer an alternate Earth lacking other demon-lords or death gods, but was defeated by heroes of both worlds and sent back to his own realm. Blackheart was eventually defeated and expelled from Hell by Noble Kale, who briefly took over, after which Mephisto reclaimed his realm.

As the Brass Bishop approached Heaven's Gate to capture Beatriz's soul, Puck unlocked the Bishop's helmet; sensing him at last, Mephisto collected his soul. Mephisto later granted precognitive visions to the vigilante Nighthawk (Kyle Richmond), but this led Nighthawk to attack people before they committed a crime, leading to accusations of assaulting the innocent. Denouncing Mephisto with Daredevil's aid, Nighthawk eventually purged these visions via the mystic Papa Hagg. Mephisto also aided the Black Panther's foe Achebe and sought the Panther's soul, but the Panther overloaded Mephisto with the noble, powerful spirits of the Panther God and every past Panther, forcing Mephisto to release them all and to cease aiding Achebe. Mephisto next restored the aged Dan Lyons' youth, allowing him to reclaim his Black Marvel identity, and to give super hero identities and powers to Cassie St. Commons, Eddie McDonough, Ritchie Gilmore, and Johnny Gallo, who became the Slingers: Dusk, Hornet, Prodigy, and Ricochet. After Mephisto claimed Lyons' soul, he also summoned the Slingers to Hell, but their forgiveness of their former mentor's manipulations and shedding of Mephisto's gifts freed Lyons' soul.



Hellstorm, Hela, and Pluto later aided the Thunderbolts in storming Hell, hoping to retrieve Mockingbird's soul. Via secret aid from Mockingbird and a Scarlet Witch's chaos-energy powered arrow, Hawkeye briefly dispersed Mephisto's essence, and the Thunderbolts escaped with their seeming target, who turned out to be Patsy Walker. As Helicat, Walker was captured by the extradimensional sorcerer Dormammu and his agent, Nicholas Scratch. Mephisto learned of Dormammu's plot to conquer the various hells and allied with Hela, Hellstorm, Pluto, and Satannish against him, but was betrayed and captured by Satannish, Dormammu's longtime protégé. Freed by Helicat, Mephisto joined the other underworld rulers in a mystic spell that froze Hell over. Weakened by the mystic cold, Dormammu fled, and Mephisto took his vengeance on Satannish, destroying him. Mephisto's realm was then destroyed by Archenemy, a virtually omnipotent entity created by an arcane lore-gathering computer program written for Magik (Amanda Sefton). Mephisto and the Lords of the Splinter Realms futilely battled the Archenemy until they

uncovered its origins, and Magk destroyed the computer, ending the Archenemy's existence. Mephisto then restored his realm.

Mephisto next made a deal with Illyana Rasputin of Reality-2937, whose son, Hutch, had been conceived between realities so that each reality had equal claim on him, and he was born into all realities, but lost to Illyana. By promising to reunite her with Hutch, Mephisto obtained Illyana's aid in accessing Earth-616. Mephisto further made a deal with Earth-616's Ernest Thatchel to wipe out mutants and to reunite him with his wife, Sara, and son, Jamie – who had been killed when Jamie's mutant pyrokinetic powers surfaced at his 12th birthday party, though Ernest believed that it had been another boy who was the mutant. Mephisto brought Hutch to Earth-616, enabling him to begin breaking down the barriers between dimensions so he could eliminate all mutants across all realities, which caused a sudden influx of extradimensional X-Men counterparts to Earth-616.

Xavier counterparts exposed Mephisto's involvement, and, as he summoned his demons to battle the X-Men and their counterparts, he reunited Ernest Thatchel with his family – in death. Despite a desire to end the loneliness of his solitary existence, Hutch returned to his exile between realities, repairing the dimensional rifts, and banishing Mephisto.

After a week spent training novice sorcerer Jack Holyoak, Mephisto joined the cosmic beings gathered against Thanos after he obtained the supremely powerful Heart of the Infinite. Thanos unwittingly consumed the entire universe, but then sacrificed his new power to restore reality and its inhabitants to status quo. As wars in Hell approached, Mephisto failed to convince Nightcrawler (Kurt Wagner) to stay out of the coming conflict, but succeeded in recruiting Nicholas Scratch after Scratch had been banished to Hell.

of souls within it, with prolonged absences from Hell weakening him. Within his own realm, he is virtually all-powerful, served by a seemingly endless supply of damned souls and demon servants. He can utterly control the environment and landscape, coordinating numerous scenarios against a multitude of visitors and against those within his domain. On Earth, his powers are much more limited. He can influence the thoughts of others, but not control them, and it appears that many of the fantastic feats he accomplishes are illusion. Mephisto has spread his influence across the universe more so than the other Hell-lords, though he still seems to be at a comparable power-level to them.

Given form and substance through evil itself, Mephisto is immortal. He does not need to eat, sleep or breathe, and is immune to aging and disease. While he can be injured by certain mystical assaults or attacks from powerful beings, he can regenerate virtually instantly. Even when he is seemingly slain or his essence dispersed or obliterated, he eventually regains form and power from evil thoughts and deeds.

A supreme trickster, Mephisto will say or do anything to accomplish his ends, frequently appearing to be overpowered or destroyed for the effect this might have on his opponent. Under certain circumstances, Mephisto has worked with various other Hell-lords to form a gestalt Satan, close to matching the belief in a single Devil.

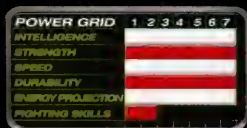
Mephisto dwells within a region of the Netherworld known as Hell, a dark, fiery realm shaped by his desires and by the subconscious beliefs of those visiting or imprisoned there. This realm is often accessed via subterranean portals, though it is not physically within the earth. Within his realm exists the Arena of Lost Souls, where warriors (many of them superhuman) battle endlessly; the Bridge of Woes, composed of souls under his domain, who suffer the pain of his weight (which he typically magnifies) as he crosses; the Dead Zone, a portion inhabited by soul fragments, split from the whole by uncertain means; and the Well of Souls, a lava pit into which souls are dumped, their agony providing Mephisto amusement and power.

HEIGHT: Variable (6'6" in standard humanoid form)
WEIGHT: Variable (310 lbs. in standard humanoid form)
HAIR: Variable (white in standard humanoid form)
EYES: Variable (red in standard humanoid form)

ABILITIES/ACCESSORIES: An immensely powerful supernatural entity, Mephisto wields mystical energy for matter manipulation, astral projection, levitation, telepathy, teleportation, invisibility, illusion-casting, projecting mystical force blasts, shape-shifting (his true form is unknown), size-changing, and opening interdimensional, spatial, or temporal portals. He enjoys viewing distant events via mystic vapors or scrying pools in his realm. Mephisto avoids direct physical combat, though he can channel his energy into vast physical strength or other physical feats of power or skill. Though not omniscient, he can sense or view virtually anything in the physical universe, and in many other realms as well. Though Mephisto's abilities seem virtually unlimited, he is unable to subjugate any sentient being to his will without that being's deliberate submission.

Mephisto can capture the souls of recently deceased humans. The precise condition under which he obtains the majority of his souls is unrevealed, though it apparently relates to selfish and/or malevolent behavior (such as with the "seven cardinal sins": lust, gluttony, greed, sloth, wrath, envy, pride). In addition, relocation of souls is also related to systems of beliefs, and these souls are divided among the other Hell-lords' realms, and to the various pantheons' death gods, though most of the latter rarely receive new souls as they have few active believers. Realms such as Heaven receive souls of the more pure; while all humanity sins at some point, there are unrevealed specific rules defining whether a soul goes to Heaven or Hell. Mephisto spends much of his time trying to tempt mortals into sinful behavior, ensuring their entry into his realm. He frequently bargains with mortals, tempting them with love, physical or financial or superhuman power, or offering to help them achieve certain goals in exchange for their souls. Usually finalizing the deal via contract, often signed in blood, Mephisto often deceives his contractees, granting them exactly what was stated, but not always what they wanted or in the way they wanted. Tempting an innocent soul into his service is most desirable to Mephisto. Souls under Mephisto's domain generally are powerless to resist his instructions, though certain beings have proven powerful and/or strong-willed enough to overcome this. Mephisto can mystically trap living beings in his realm, but he cannot feed off them. He often torments, tortures, and/or tempts such beings, hoping to get them to surrender their souls to him to avoid further pain or to bargain away their souls in exchange for what he offers them. Other times, he tortures prisoners purely for amusement.

A large portion of his power is tied to his realm and the number





SKY-RIDER OF THE SPACEWAYS!



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THE PRIZE!**

SPECIAL BONUS: REPRINTING A CLASSIC TALE FEATURING THE FIRST APPEARANCE OF MEPHISTO!

A full-page comic book illustration of Mephisto, a red-skinned devil with horns and a large red cape, standing on a jagged, yellow and green rocky outcrop. He is looking down with a menacing expression. The background is a bright blue sky with white clouds. Several speech bubbles are scattered around him, containing his dialogue.

I SENSE A STRANGE
DISTURBANCE
UPON THE WORLD
WHICH MEN CALL
EARTH!

THE WORLD
WHICH HAS EVER
BEEN THE MOST
ABUNDANT
SPAWNING
GROUND FROM
WHICH I PEOPLE
MY DOMAIN!

IF YON BREEDING
PLACE NOW BE
THREATENED--
MEPHISTO MUST
KNOW OF IT!

WHILE MAN
REMAINS AN
EDUCATED
SAVAGE, MY
RANKS OF THE
DAMNED
ARE SWELLED
TO OVER-
FLOWING!

THUS, I HAVE
ORDAINED THAT
NOTHING SHALL
CHANGE THE
UNTHINKING
MASSES OF
HUMANITY!

FOR, SO LONG
AS THEY
REMAIN AS
HOSTILE, AS
CONSUMED
WITH GREED
AND HATRED
AS THEY
ARE--

SO LONG SHALL
THE ULTIMATE
VICTORY BE
MINE--ON THE
DAY OF
ARMAGEDDON!

THEN, AS THE MYSTIC VAPORS BRING FORTH THEIR FLICKERING IMAGERIES--



THERE!
THAT
IS WHAT
I SEEK!

A
BROODING
FIGURE--
STEEPED
IN PAIN!



HOW OFT
BEFORE HAVE
I TREMBLED IN
THE PRESENCE
OF SUCH
AWESOME
GOODNESS...

MARTYRS
ALL, WHOM
MEN THEM-
SELVES--IN
THEIR
ABYSMAL
MADNESS--
DID
FORSAKE!



AND NOW, HE TOO HAS
BEEN FORSAKEN--HE
TOO HAS BEEN DENIED!





BUT, THOUGH
MORE THAN
HUMAN--HE
IS LESS
THAN
DIVINE!

HE STRIKES AT EARTH
IN A FIT OF FURY
THAT BIDS FAIR TO
EQUAL MY OWN!

BUT SOON HIS
MERCY SHALL
PREVAIL--HE WILL
RELENT--AND
THEN, WHO KNOWS
WHAT MAY
TRANSPIRE?

ONE SO NOBLE--
POSSESSED OF SUCH
GREAT POWER--MUST
NOT WALK FREELY
AMONG THOSE
MEPHISTO WOULD
EXPLOIT!



AND SO
--I NOW
ORDAIN
THAT HE
SHALL
DIE!

I MUST PROBE
HIS PAST--
DETERMINE
HIS STRENGTH--

AND, OF
PARAMOUNT
IMPORT--I
THEN SHALL
LEARN--HIS
WEAKNESS!



THUS,
MEPHISTO
DEPARTS--



AND THE
DEED BE
BEGUN!

MOMENTS LATER, ON THE FAR-OFF PLANET OF ZENN-LA, THE LOVELY, LONELY SHALLA BAL STILL GRIEVES FOR THE LOVE SHE FEELS SHE HAS LOST FOREVER--

THOUGH ALL THE WORLD BE MINE--I AM LEFT WITH NOTHING--

FOR I HAVE LOST THE ARMS, THE LIPS, THE HEART OF NORRIN RADD!

A NEW LIFE WAS HIS, WHEN HE BECAME THE SILVER SURFER--

WHILE AN ETERNITY OF SORROW IS MINE FOREVER--MORE!



HIS LOVE FOR SHALLA BAL WAS AS GREAT AS MINE FOR HIM!

THE CHAMBER GROWS COLD--WITH A CHILL THAT REACHES MY VERY MARROW!

CAN SOME STRANGE FEVER BE UPON ME?

BUT, ONE FACT MUST EVER COMFORT ME--

WE SACRIFICED ALL TO SAVE OUR WORLD--

CAN I DO ANY LESS?

IT IS NO FEVER THAT CHILLS YOUR BONES!

--BUT THE PRESENCE OF-- MEPHISTO-- LORD OF EVIL!

I HAVE COME TO CLAIM YOU, SHALLA BAL!

YOU DARE NOT DENY ME-- IF YOU VALUE THE LIFE OF-- THE SILVER SURFER!

NO!
NO!





AND NOW,
WE FLY
TO
EARTH!

EARTH--WHERE, EXACTLY AS
MEPHISTO HAD PREDICTED--
THE SILVER SURFER NOW
RELENTS--!

I, WHO SOUGHT TO
TEACH--HAVE
LEARNED INSTEAD
THE WAYS OF
VIOLENCE!

BUT, 'TIS
NOT TOO
LATE TO
MAKE
AMENDS!

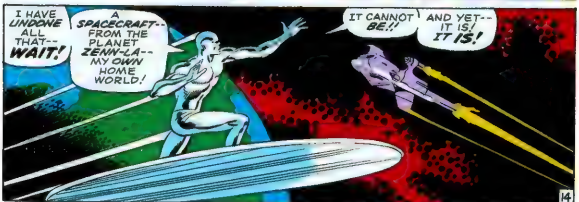
THUS, I
AM NO
BETTER
THAN
THEY!

I HAVE
STRUCK IN
ANGER--
LIKE MY
FOES!

WHAT
COSMIC
POWER
CAN
ACHIEVE--

COSMIC
POWER
MAY
UNDO!

I NOW
WITHDRAW
THE SPACE-
BORN
FIELD!



OBSERVE, SHALLA
BAL--THE FATEFUL
WORLD MEN CALL--
THE EARTH!

IT IS HERE
THAT YOU
SHALL FIND--
THE SILVER
SURFER!

IT IS AS
MEPHISTO
WISHED!

HE WAS
CERTAIN TO
RECOGNIZE
A SPACE-
CRAFT SUCH
AS THIS!

I
SEE
HIM
NOW!

HE
HURLES
TOWARDS
THIS VERY
SHIP!

AND
NOW,
LET THE
GRIM
TABLEAU
UNFOLD--!

THEY
DESCEND
TOO
FAST--!

THE
HUMANS
WILL BE
ALARMED!

THEY HAVE
ACTIVATED
THEIR DEADLY
NUCLEAR
DEFENSES!

AND, IN
THEIR FEAR--
THEIR
MOUNTING
PANIC--
THEY WILL--
NO!

IT IS
TOO
LATE!



BUT, NOT EVEN THE SKY-RIDER OF THE SPACEWAYS CAN BE EVERYWHERE AT ONCE!

AT THAT VERY SECOND, THE SPEEDING STARSHIP IS FATEFULLY CRIPPLED BY A HUNTER MISSILE FROM ANOTHER HIDDEN BASE--!

POOR, PUNY HUMANS!

THEY ARE SO PAINFULLY, SO PATHETICALLY PREDICTABLE!

AND NOW, IT IS TIME FOR MEPHISTO TO TAKE HIS LEAVE--

BUT, ONLY FOR THE MOMENT!

WZST!

A SPLIT-SECOND LATER-- THE DISABLED SHIP, WITH ITS HELPLESS PASSENGER, COMES TO A SHATTERING HALT AGAINST THE SIDE OF A LONELY MOUNTAIN PEAK--

BH



FOR ALL
MY
POWER--
ALL MY
SPEED--
I
HAVE
FAILED!

THE
SPACE-
CRAFT
HAS
BEEN
DOWNED!



BUT STILL
MUST I FIND
IT--AND
INSPECT
IT--

FOR I
MUST
LEARN ITS
PURPOSE!



AND, SO INVUL-
NERABLE IS A HULL
OF ZENN-LA STEEL--

THAT I
MAY FIND
SURVIVORS
STILL!

BUT NOW, NO PALTRY WORDS
OF OURS CAN DESCRIBE
THE SHOCK, THE STUNNED
INCREDULITY THAT FILLS
THE SURFER'S SOUL, WHEN
HE FINDS--



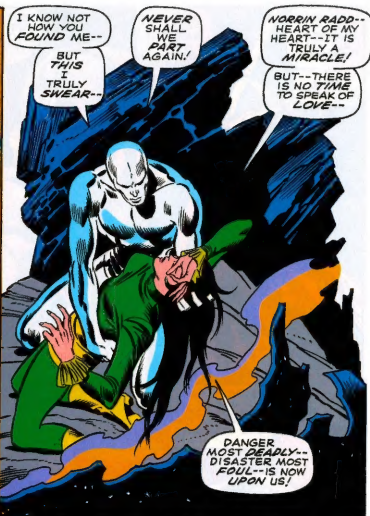
SHALLA
BAL--
MY
TRUE
BELOVED!




SHE LIVES!
THANK GOD--
SHE LIVES!


NOW LET THE
SOOTHING,
HEALING
COSMIC BALM
ENVELOP HER--

AND
HEAL HER
INJURED
LIMBS!



Mephisto, a red-skinned devil with horns and a cape, is leaping through the air over Silver Surfer. The background is a dramatic sky with yellow and orange clouds.

SINCE THE DAWN OF TIME--
SELDOM HAVE I SENSED
SUCH GOODNESS OF SOUL--
SUCH PURITY OF SPIRIT--
AS I SENSE WITHIN THE
SILVER SURFER!

Silver Surfer stands on a rocky shore, looking up at Mephisto. A small figure of a woman in a green dress is cowering behind him.

ALL THAT
YOU ARE--
ALL THAT
YOU STAND
FOR--IS
ABHORRENT
TO THE
LORD OF THE
LOWER
DEPTHS!

SO LONG AS
YOU EXIST,
MEPHISTO'S
SCHEME
SUPREME
WILL EVER
BE IN
JEOPARDY!

BUT, YOUR
DEMISE MUST
BE AT A PLACE
OF MY
CHOOSING--
UNDER
CONDITIONS
I SELECT!

AND,
WITH HIM--
**SHALLA
BAL!**

THEREFORE,
THE SILVER
SURFER
MUST
DIE!

HE IS
VANISHED!